



ARTICLES OF ENTITY CONVERSION:
Conversion of an Indiana Non-Corporation Business Entity into an
Indiana Limited Partnership

State Form 51573 (1-04)

Approved by State Board of Accounts, 2004

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SECRETARY OF STATE
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INSTRUCTIONS: Use 8 ½" x 11" white paper for attachments.

Present original and one copy to the address in upper right corner of this form.

Please TYPE or PRINT.

Please visit our office on the web at www.sos.in.gov.

Indiana Code 23-1-18-3

FILING FEE: \$30.00

ARTICLES OF CONVERSION
OF

(hereinafter "**Non-surviving Business Entity**")

INTO

(hereinafter "**Surviving LP**")

ARTICLE I: PLAN OF ENTITY CONVERSION

- a. Please set forth the Plan of Conversion, containing such information as required by *Indiana Code 23-1-38.5-11*, attach herewith, and designate it as "Exhibit A."

The plan must specify the following:

- A statement indicating that the type of business entity the surviving entity will be is an LP;
- The terms and conditions of the conversion;
- The manner and basis of converting the interests, securities, obligations, rights to acquire interests or other securities of Non-surviving Business Entity following its conversion into the shares of Surviving LP; and
- The full text, as in effect immediately after the consummation of the conversion, of the organic documents, if any, of Surviving LP.

- b. Please read and sign the following statement.

I hereby affirm under penalty of perjury that the plan of conversion is in accordance with the organic document of Non-surviving Business Entity and is duly authorized as required by the laws of the State of Indiana.

Signature _____ Printed Name _____ Title _____

ARTICLE II: NAME AND TYPE OF NON-SURVIVING BUSINESS ENTITY

- a. The name of Non-surviving Business Entity immediately before filing these Articles of Entity Conversion is the following:

- b. Please state the type of business entity of Non-surviving Business Entity below.

ARTICLE III: NAME AND PRINCIPLE OFFICE OF SURVIVING LP

- a. The name of Surviving LP is the following:

- _____
• (Please note pursuant to *Indiana Code 23-16-2-1*, this name must include the words "Limited Partnership", "L.P.", or "LP").

- b. The address of Surviving LP's Principal Office is the following:

Street Address	City	State	Zip Code

ARTICLE IV: REGISTERED OFFICE AND AGENT OF SURVIVING LP

Registered Agent: The name and street address of Surviving LP's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent

Address of Registered Office (*street or building*)

City

Indiana

Zip Code

ARTICLE V: GENERAL PARTNERS OF SURVIVING LP

Please state the names and business addresses of each general partner of Surviving LP.

Name

Business Address

City

State

Zip Code

Name

Business Address

City

State

Zip Code

Name

Business Address

City

State

Zip Code

Name

Business Address

City

State

Zip Code

ARTICLE VI: PARTNERSHIP AGREEMENT OF SURVIVING LP (OPTIONAL)

Please attach herewith, and designate as "Exhibit B," any matters or terms concerning Surviving LP that the general partners of Surviving LP wish to include.

ARTICLE VII: DISSOLUTION OF SURVIVING LP

Please state the latest date upon which the LP is to dissolve:

In Witness Whereof, the undersigned being an officer or other duly authorized representative of above-stated Surviving LP executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true,

this _____ day of _____, 20_____.

Signature

Printed Name

Title